



February 2, 1989

Itel Rail Corporation

55 Francisco Street
San Francisco, California 94133
(415) 984-4000
(415) 781-1035 Fax

10461-E
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INTERSTATE COMMERCE COMMISSION

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INTERSTATE COMMERCE COMMISSION

Hon. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, DC 20423

2/2/89
26.00
ICC Washington, D.C.

- Re: 1) Notice of Name Change
2) Assignment and Assumption Agreement

Dear Ms. McGee:

On behalf of Itel Rail Corporation, the above instruments, in four (4) counterparts each, are hereby submitted for filing and recording pursuant to 49 U.S.C. Section 11303(a), along with the \$26 recordation fee.

Please record the above-captioned instruments under the Lease of Railroad Equipment dated as of May 1, 1979, as amended, Itel Corporation, acting through its Rail Division, as Lessee, and The Connecticut Bank and Trust Company, as Trustee, which was filed with the ICC on June 7, 1979, under Recordation No. 10461.

The parties to the aforementioned Notice of Name Change are listed below:

Itel Rail Corporation (For indexing, in position
55 Francisco Street of "Assignor")
San Francisco, California 94133

Itel Rail Holdings Corporation (For indexing, in
55 Francisco Street position of "Assignee")
San Francisco, California 94133

The purpose of this Notice is to make known as a matter of public record the change in corporate name of Itel Rail Corporation to Itel Rail Holdings Corporation.

The parties to the aforementioned Assignment and Assumption Agreement are listed below:

Itel Rail Holdings Corporation (Assignor)
55 Francisco Street
San Francisco, California 94133

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Itel Rail Corporation (Assignee, a Delaware corporation
55 Francisco Street incorporated in February 1989)
San Francisco, California 94133

This Assignment assigns to Assignee all of Assignor's right, title
and interest in and to the leases and equipment described therein.

Please return to the undersigned the stamped counterparts not
required for filing purposes, together with the ICC fee receipt
and acknowledgment letter.

Very truly yours,

Patricia Schumacker

Patricia Schumacker
Legal Department

NOTICE OF NAME CHANGE

10461-E
FEB 2 1989 11 44 AM
INTERSTATE COMMERCE COMMISSION

This shall serve as notice that Itel Rail Corporation, a Delaware corporation, has changed its name effective as of January 2, 1989, to Itel Rail Holdings Corporation. Itel Rail Holdings Corporation is a Delaware corporation with its principal place of business at 55 Francisco Street, San Francisco, California 94133.

ITEL RAIL HOLDINGS CORPORATION

By Robert C. Kiehle
Robert C. Kiehle

Title Vice President-Finance

Date January, 1989

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN FRANCISCO)

On this 30th day of January, 1989, before me personally appeared Robert C. Kiehle, to me personally known, who being by me duly sworn says that he is Vice President-Finance Itel Rail Holdings Corporation, that the foregoing Notice of Name Change was signed on behalf of said corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Patricia Schumacker
Notary Public

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Patricia Schumacker
Itel Rail Corporation
55 Francisco Street
San Francisco, Ca. 94133

Dear Ms. Schumacker

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/2/89 at 9:30am, and assigned recordation number(s) *

8219-D^E, 8233-G^H, 8298-F^G, 8322-G^H, 8343-N^O

Sincerely yours,

Nanta L. McEneaney

Secretary

8610-I^AJ
8669-N^AO
8669-P^AQ
8837-K^AL
8838-W^AX
8873-G^AH
9050-I^AJ
9538-C^AD
9553-C^AD
10461-E^AF
15558-B^AC

Enclosure(s)

* Destroyed